

TORONTO STOCK EXCHANGE

FILING STATEMENT NO. 1015.  
FILED: DECEMBER 19th. 1963.

FLEET MANUFACTURING LIMITED

NOTE: - NEW FILING STATEMENT NO. 1015 REPLACING PREVIOUS FILING STATEMENT NO. 1015. THE COMPANY HAS AMENDED CERTAIN INFORMATION IN SCHEDULE "A" REGARDING THE CHIEF OCCUPATIONS FOR THE PAST FIVE YEARS OF MESSRS. G.D. CLARKE, J.C.T. SIHLER M.D. AND R.K. FRASER.

Full corporate name of Company  
Incorporated by Letters Patent  
dated 20th August, 1946, under the Companies Act (Ontario)  
Particulars of incorporation (e.g., Incorporated under Part IV of the Corporations Act, 1953  
(Ontario) by Letters Patent dated May 1st, 1957).

FILING STATEMENT

Reference is made to previous  
Filing Statement No. 847.

(To be filed with respect to any material change in a company's affairs, including among other things,  
an underwriting and option agreement, an issue of shares for property and a proposed re-organization.)

1. Brief statement of the material change in the affairs of the company in respect of which this statement is filed.	The sale by one of its wholly owned subsidiaries, Dumont Aluminum Limited, of all its assets to Shully's Industries Limited. The contract provides that Shully's Industries Limited will buy for cash at book value saleable inventory, manufacturing and office equipment, accounts receivable, advances and prepaid expenses (which all amounted to \$774,200.00), pay in addition the sum of \$100,000.00, retain Fleet Manufacturing Limited in an advisory capacity for 4 years at \$37,500.00 per year, and assume all long-term operating obligations (not inter-company debts) and all employment contracts except that of Isadore Hoffman. It provides further that Dumont Aluminum Limited pay all trade debts and current liabilities in accordance with the Bulk Sales Act.
2. Head office address and any other office address.	The head office is at Gilmore Road, Fort Erie, Ontario. The Toronto office is at Suite 314, 200 Bay Street, Toronto, Ontario.
3. Names, addresses and chief occupations for the past five years of present or proposed officers and directors.	See Schedule "A" attached hereto on page 2.
4. Share capitalization showing authorized and issued and outstanding capital.	5,000,000 common shares of no par value, of which 1,921,000 are issued and outstanding.  60,000 cumulative, redeemable, convertible 6% preference shares of the par value of \$10.00 each, of which 60,000 have been issued and are outstanding.
5. Particulars in respect of any bonds, debentures, notes, mortgages, charges, liens or hypothecations outstanding.	1. <u>Debenture</u> 5% convertible sinking fund, maturing January 31, 1968, originally authorized and issued - \$350,000.00, now outstanding - \$140,400.00  2. <u>Mortgage - Real Estate</u> 6 1/2% per annum maturing August 15, 1981, amount outstanding - \$25,550.00.
6. Details of any treasury shares or other securities now the subject of any underwriting, sale or option agreement or of any proposed underwriting, sale or option agreement.	200,000 common shares under option to the President of the Company at \$.50 per share exercisable up to March 20, 1965, and at the request of the Company's bankers.  107,006 common shares reserved for conversion according to the provisions of the 5% convertible sinking fund debenture  600,000 common shares are reserved for conversion according to the provisions of the preference shares.
7. Names and addresses of persons having any interest, direct or indirect in underwritten or optioned shares or other securities or assignments, present or proposed, and, if any assignment is contemplated, particulars thereof.	George Dunn Clarke, 25 Burnhamthorpe Park Boulevard, Toronto 18, Ontario, optionee of 200,000 common shares as set out in paragraph 6.
8. Any payments in cash or securities of the company made or to be made to a promoter or finder in connection with a proposed underwriting or property acquisition.	None
9. Brief statement of company's future development plans, including proposed expenditure of proceeds of sale of treasury shares, if any.	This company is and has been for some years engaged in the defence industry, chiefly building parts of airplanes and radar frames at its Fort Erie, Ontario, plant. Since April, 1961, it has been engaged in the aluminum storm window and door business through its wholly owned subsidiary company in Hamilton, Ontario, Dumont Aluminum Limited, which, by the aforesaid contract, agreed to sell its undertaking. In December, 1962, it acquired the shares of Ronark Developments Limited, which is engaged in subdividing land and building and selling houses, principally in Hamilton, London and Ottawa.  No other change in these operations is contemplated.  In 1961, with a view to diversification of its enterprises, it increased its share capital from 1,500,000 shares to 5,000,000 shares.



SCHEDULE "A"

1. President and Director George Dunn Clarke  
25 Burnhamthorpe Park Boulevard  
Toronto 18, Ontario
  - President and General Manager  
Fleet Manufacturing Limited since  
February 1958
2. Secretary and Director Ernest Arthur Du Vernet, Q.C.  
37 Hartfield Court  
Toronto 18, Ontario
  - Barrister and Solicitor practicing  
in Toronto
3. Director James Charles Theodore Sihler, M.D.  
Simcoe, Ontario  
  
Rosedale Court Apartments  
Toronto, Ontario
  - Director, Fleet Manufacturing Limited
4. Director Ronald Kenneth Fraser  
10 Turner Avenue  
Hamilton, Ontario
  - Secretary and Director in charge of  
land development and building  
operations of Grisenthwaite Construction  
Company Limited
  - President, Ronark Developments Limited
5. Director Ross A. Blair, C.A.  
110 Esgore Road  
Toronto, Ontario
  - Partner, Hutchins, Mullins and Blair,  
Chartered Accountants and Management  
Consultants, practicing in Toronto
6. Director Ralph C.C. Henson  
17 Chestnut Park  
Toronto, Ontario
  - Partner, S.J. Brooks and Company  
Stock Brokers, 185 Bay Street, Toronto
7. Director Isadore Hoffman  
677 Briar Hill  
Toronto, Ontario
  - Vice-President and Managing Director  
Dumont Aluminum Products (Ontario)  
Limited, 709 Main Street South,  
Hamilton, Ontario, and Dumont  
Aluminum Limited
8. Director George Egan Kennedy, P.Eng.  
22 Bessborough Drive  
Leaside, Ontario
  - Chief Executive Officer of Hawes  
Wax Limited, Parkhurst Products  
Limited, Rexair of Canada Limited,  
111 Barber Greene Road, Don Mills,  
Ontario
9. Director Samuel Lax  
5 Glenfern Avenue  
Hamilton, Ontario
  - Executive, Lax Machinery Company  
Limited, 80 Brant Street, Hamilton
10. Director C. Norman Lucas  
2110 Dickson Avenue  
Quebec, P.Q.
  - General Manager, Dynamic Industries  
Limited, Quebec, since 1961  
Purchasing Agent, Avro Aircraft  
Limited, to 1961
11. Director Kingstone Reed  
21 Dale Avenue  
Toronto, Ontario
  - Partner in Drew-Brook, Sams, Silk and  
Reed, Insurance Brokers,  
11 Jordan Street, Toronto



DUMONT ALUMINUM LIMITED  
(Incorporated under the laws of Ontario)

BALANCE SHEET

JUNE 30, 1963

A S S E T S

<b>CURRENT:</b>		
Cash		\$ 11,312
Accounts receivable less allowance for doubtful accounts		581,803
Inventories of raw materials, work in process and finished goods - at lower of cost or market		212,678
Advance commissions paid to salesmen		54,007
Prepaid expenses		<u>13,298</u>
Total current assets		\$873,098
<b>FIXED - at cost:</b>		
Machinery, equipment and automobiles	\$ 73,251	
Less accumulated depreciation	<u>28,096</u>	
	\$ 45,155	
Leasehold improvements at cost less amounts written off	<u>9,130</u>	54,285
<b>GOODWILL - at cost</b>		<u>9,628</u>
		<u>\$937,011</u>

L I A B I L I T I E S

<b>CURRENT:</b>		
Indebtedness to bankers (secured)		\$239,868
Accounts payable and accrued charges		167,499
Taxes payable		<u>9,803</u>
Total current liabilities		\$417,170
<b>NOTES PAYABLE - non-interest bearing due March 15, 1970:</b>		
To affiliated company	\$ 20,000	
To parent company	<u>248,492</u>	268,492
<b>SHAREHOLDERS' EQUITY:</b>		
Capital stock -		
Authorized:		
3,000 6% non-cumulative redeemable preference shares with a par value of \$100 each		
700,000 common shares without par value		
Issued and outstanding:		
3,000 preference shares	\$300,000	
270,000 common shares	<u>270,000</u>	
	\$570,000	
Deficit	<u>(318,651)</u>	251,349
		<u>\$937,011</u>

DUMONT ALUMINUM LIMITED

NOTES TO BALANCE SHEET

JUNE 30, 1963

- (1) As at September 2, 1963 all of the operating assets of the company were sold to Shully's Industries Limited at book values plus \$100,000 for goodwill for a cash consideration except to the extent of uncollected accounts receivable at December 2, 1963.

Although final adjustments have not yet been completed, the sale will result in an amount of approximately \$617,000 available to the noteholders and shareholders of the company represented by cash of approximately \$417,000 and accounts receivable (after allowance for doubtful accounts) of approximately \$200,000. Thus the shareholders' equity after the completion of the sale will be approximately \$348,000 compared with \$251,349 at June 30, 1963.

- (2) In addition, the company will receive from Shully's Industries Limited consulting fees aggregating \$150,000 over a four-year period to September, 1967.
- (3) Profits earned by the company (formerly Doman-Fleet Helicopters Limited) since the acquisition of the Dumont business in March, 1961 to June 30, 1963 amounted to \$219,838.
- (4) The company was contingently liable for notes under discount with finance companies amounting to approximately \$55,000 at June 30, 1963.

CONSOLIDATED  
BALANCE  
SHEET  
June 30, 1963

Assets

CURRENT:	
Accounts receivable.....	\$ 338,353
Income taxes recoverable.....	45,850
Inventories of materials, work in progress and houses— at effective cost (note 2).....	\$1,232,854
Less deposits from customers and advances under mortgage commitments.....	527,871
Inventory of land for resale—at the lower of effective cost or market (note 2).....	704,983
Prepaid expenses and deposits.....	760,797
Cash surrender value of life insurance.....	12,753
	29,452
Total current assets.....	\$1,912,188

INVENTORY OF LAND held for development—  
at the lower of effective cost or market (note 2).....

792,662

SECOND MORTGAGES receivable.....

14,228

INVESTMENT IN AFFILIATED COMPANIES—at cost.....

318,750

FIXED ASSETS—at cost.....

\$ 79,457

Less accumulated depreciation.....

56,194

On behalf of the Board: GEORGE D. CLARKE, Director.

ERNEST A. DU VERNET, Director.

\$3,061,091

AUDITORS'  
REPORT

To the Shareholders of Ronark Developments Limited:  
(formerly W. H. G. Estates Limited)

We have examined the consolidated balance sheet of Ronark Developments Limited (formerly W. H. G. Estates Limited) and its wholly-owned subsidiaries as at June 30, 1963 and the statement of consolidated profit and loss and deficit for the eight months ended on that date. Our examination included a general review of the accounting procedures and such tests of accounting records and other supporting evidence as we considered necessary in the circumstances.

In our opinion the accompanying consolidated balance sheet and statement of consolidated profit and loss and deficit present fairly the financial position of the companies as at June 30, 1963 and the results of their operations for the eight months ended on that date, in accordance with generally accepted accounting principles applied on a basis consistent with that of the preceding year.

Hamilton, Canada,  
November 20, 1963.

CLARKSON, GORDON & Co.  
Chartered Accountants.

Liabilities

CURRENT:	
Bank indebtedness (note 3).....	\$1,075,911
Less deposits to secure performance bonds.....	288,249
Accounts payable and accrued charges.....	\$ 787,662
Liability to service land for resale.....	419,449
Mortgages payable—secured.....	337,736
Advance from affiliated company.....	25,362
	100,000
Total current liabilities.....	\$1,670,209

MORTGAGES PAYABLE—SECURED:

5½% due April 1, 1966.....	\$ 158,263
6% due October 1, 1964.....	5,140
	163,403

7% DEBENTURES repayable in annual instalments of \$100,000  
December 31, 1964 to 1967 (subordinated to bank indebtedness).....

400,000

SHAREHOLDERS' EQUITY:

Capital stock (note 4)—

Authorized:

990,000 6% non-cumulative redeemable preference shares with  
a par value of \$1 each, redeemable at par

10,000 common shares without par value

Issued and fully paid:

865,054 preference shares.....	\$ 865,054
10,000 common shares.....	1,003

Deficit.....

\$ 866,057

38,578

\$3,061,091



# FINANCIAL STATEMENTS

FLEET MANUFACTURING LIMITED  
(Incorporated under the laws of Ontario)

## CONSOLIDATED BALANCE SHEET

JUNE 30, 1963  
(with comparative figures at June 30, 1962)

### ASSETS

**CURRENT:**  
Cash  
Accounts receivable  
Income taxes recoverable  
Inventories valued at the lower of cost or market  
Advance commissions paid to salesmen  
Prepaid expenses

Total current assets

**INVESTMENT** in wholly-owned subsidiary, Ronark Developments Limited (note 1)

### FIXED:

Land, buildings, machinery and equipment - at cost  
Less accumulated depreciation

### OTHER:

Sundry investments - at cost less amounts written off  
Leasehold improvements - at cost less amounts written off  
Discount on debentures, less amounts written off  
Goodwill - at cost

On behalf of the Board:

Director

Director

*James D. Clarke*  
*E. A. du Vernet*

### LIABILITIES

#### CURRENT:

Bank indebtedness (secured)  
Accounts payable and accrued charges  
Taxes payable  
Instalments of funded debt due within one year

Total current liabilities

#### FUNDED DEBT:

Amounts payable to Her Majesty the Queen in right of Canada -  
Real estate mortgage maturing November 1, 1963 bearing interest at 3½% per annum  
Real estate mortgage maturing August 15, 1981 bearing interest at 6½% per annum  
5% convertible sinking fund debentures maturing January 31, 1968 -  
Originally authorized and issued \$350,000  
Outstanding

Less instalments due within one year shown as current liability

#### SHAREHOLDERS' EQUITY:

Capital stock (note 2) -  
6% cumulative redeemable convertible preference shares with par value of \$10 each  
Authorized and issued - 60,000 shares  
Common shares without any nominal or par value -  
Authorized - 5,000,000 shares of which 1,921,000 shares (1,587,000 shares in 1962) are issued  
Deficit

\$3,632,561 \$2,628,337

	1963	1962
Cash	\$ 20,712	\$ 37,563
Accounts receivable	1,121,172	812,796
Income taxes recoverable	54,407	
Inventories valued at the lower of cost or market	936,366	1,107,779
Advance commissions paid to salesmen	54,007	44,808
Prepaid expenses	27,755	40,761
<b>Total current assets</b>	<b>\$2,211,419</b>	<b>\$2,043,707</b>
<b>INVESTMENT</b> in wholly-owned subsidiary, Ronark Developments Limited (note 1)	827,479	
<b>FIXED:</b>		
Land, buildings, machinery and equipment - at cost	\$1,892,693	
Less accumulated depreciation	1,362,764	
	529,929	519,791
<b>OTHER:</b>		
Sundry investments - at cost less amounts written off	36,712	37,089
Leasehold improvements - at cost less amounts written off	9,130	8,059
Discount on debentures, less amounts written off	8,267	10,066
Goodwill - at cost	9,625	9,625
<b>Total</b>	<b>\$3,632,561</b>	<b>\$2,628,337</b>
<b>LIABILITIES</b>		
<b>CURRENT:</b>		
Bank indebtedness (secured)	\$ 848,254	\$ 445,805
Accounts payable and accrued charges	552,593	506,046
Taxes payable	37,829	76,937
Instalments of funded debt due within one year	48,882	130,492
<b>Total current liabilities</b>	<b>\$1,487,558</b>	<b>\$1,159,280</b>
<b>FUNDED DEBT:</b>		
Amounts payable to Her Majesty the Queen in right of Canada -		
Real estate mortgage maturing November 1, 1963 bearing interest at 3½% per annum	\$ 18,282	
Real estate mortgage maturing August 15, 1981 bearing interest at 6½% per annum	26,311	
5% convertible sinking fund debentures maturing January 31, 1968 -	141,400	
Originally authorized and issued \$350,000	\$ 185,993	
Outstanding	48,882	
<b>Total</b>	<b>\$137,111</b>	<b>\$180,359</b>
<b>SHAREHOLDERS' EQUITY:</b>		
Capital stock (note 2) -		
6% cumulative redeemable convertible preference shares with par value of \$10 each	\$ 600,000	
Authorized and issued - 60,000 shares		
Common shares without any nominal or par value -		
Authorized - 5,000,000 shares of which 1,921,000 shares (1,587,000 shares in 1962) are issued	1,640,594	\$1,340,594
	(232,702)	(51,896)
<b>Total</b>	<b>\$2,007,892</b>	<b>\$1,288,698</b>
<b>Deficit</b>	<b>\$2,632,561</b>	<b>\$2,628,337</b>



## NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

JUNE 30, 1963

## (1) Basis of consolidation -

The consolidated balance sheet at June 30, 1963 incorporates the assets and liabilities of all wholly-owned subsidiaries with the exception of Ronark Developments Limited and its wholly-owned subsidiaries whose assets and liabilities are dissimilar to those of the parent and whose consolidated financial statements are available to the shareholders of the parent. The investment in Ronark Developments Limited is valued at the net equity of the parent in that company at June 30, 1963.

The accompanying statement of consolidated profit and loss includes the operating results of the subsidiaries referred to above and provides for the consolidated losses of Ronark Developments Limited and its subsidiaries from November 1, 1962 (the effective date of acquisition) to June 30, 1963.

## (2) Capital stock -

- (a) By supplementary letters patent dated December 28, 1962 an additional 60,000 6% cumulative redeemable convertible preference shares with a par value of \$10 each were created.
- (b) On December 28, 1962, 60,000 preference shares were issued for \$600,000 and 334,000 common shares were issued for a stated value of \$300,000 in consideration for the purchase of all the issued shares of Ronark Developments Limited.
- (c) The 60,000 6% preference shares and the 5% convertible debentures are convertible into common shares. At June 30, 1963, 694,267 shares are reserved for such possible conversion.
- (d) The option granted to the president of the company to purchase 200,000 common shares at 50¢ per share has been extended to March 23, 1965 and is outstanding at June 30, 1963.
- (e) No dividends on the preference shares have been declared or paid and arrears of dividends at June 30, 1963 amounted to \$9,000.

## (3) Dumont Aluminum Limited -

Subsequent to June 30, 1963 Dumont Aluminum Limited (a wholly-owned subsidiary) sold its assets and goodwill for cash at a profit of approximately \$90,000 which is not reflected in the accompanying statement of profit and loss.

## (4) Contingent liabilities -

- (a) Notes due to Dumont Aluminum Limited aggregating approximately \$55,000 under discount with finance companies.
- (b) Guarantee of bank indebtedness of Ronark Developments Limited (and its subsidiaries) to the extent of \$250,000.

## FLEET MANUFACTURING LIMITED

## STATEMENT OF CONSOLIDATED PROFIT AND LOSS AND DEFICIT

FOR THE YEAR ENDED JUNE 30, 1963  
(with comparative figures for the nine months  
ended June 30, 1962)

	<u>1 9 6 3</u>	<u>1 9 6 2</u>
Profit or (loss) from operations before the following	\$ (58,174)	\$220,907
Depreciation	\$74,871	\$50,408
Interest and discount on funded debt	12,334	13,572
Directors' fees	9,900	
Operating loss of unconsolidated subsidiaries from date of acquisition less income taxes recoverable \$11,235 (note 1)	<u>72,521</u>	<u>169,626</u>
Profit or (loss) before income taxes	\$ (227,800)	\$156,927
Income taxes payable or (recoverable)	<u>(46,994)</u>	<u>49,000</u>
Net profit or (loss) for period	\$ (180,806)	\$107,927
Deficit at beginning of year	<u>51,896</u>	<u>159,823</u>
Deficit at end of year	<u>\$ 232,702</u>	<u>\$ 51,896</u>



(1) Basis of consolidation—

The consolidated balance sheet at June 30, 1963 incorporates the assets and liabilities of the wholly-owned subsidiaries, Grisenthwaite Construction Company Limited, W. Grisenthwaite Developments Limited, A. B. Taylor Construction Limited and Ronark Developments Eastern Limited.

The statement of consolidated profit and loss sets out the operating results from November 1, 1962 (the effective date of acquisition by Fleet Manufacturing Limited) to June 30, 1963.

NOTES TO  
CONSOLIDATED  
FINANCIAL  
STATEMENTS  
June 30, 1963

(2) Inventories of land—

Inventories of land are valued at effective cost to the company which is greater than the cost of such lands to the subsidiary companies by \$247,642 in the aggregate (land included in houses in progress, \$61,338, land for resale, \$57,045, and land held for development, \$129,259). This appreciation in value is being charged against income as the lands are sold.

(3) Bank indebtedness—

The company and its subsidiaries have authorized, issued and deposited with their bankers as collateral security debentures in the amount of \$1,526,000 payable on demand and bearing interest at prevailing rates.

(4) Capital stock—

By supplementary letters patent dated December 17, 1962 the name of the company was changed to Ronark Developments Limited and an additional 500,000 6% non-cumulative redeemable preference shares with a par value of \$1 each were created.

During December 1962 805,054 preference shares were issued for \$805,054 (698,538 shares in partial consideration for the acquisition of the companies referred to in note (1) and 106,516 shares in consideration for the cancellation of notes of the company).

RONARK DEVELOPMENTS LIMITED

(formerly W. H. G. Estates Limited)

STATEMENT OF CONSOLIDATED PROFIT AND LOSS AND DEFICIT Eight months ended June 30, 1963	Operating loss before depreciation and debenture interest.....		\$62,413
	Depreciation.....	\$ 7,343	
	Debenture interest.....	14,000	21,343
			<hr/>
	Loss for period before income taxes recoverable.....		\$83,756
	Income taxes recoverable.....		11,235
			<hr/>
	Loss for period.....		\$72,521
	Earned surplus October 31, 1962.....		33,943
	Deficit June 30, 1963.....		<hr/> <hr/>



10. Brief statement of company's chief development work during past year.	The company has carried on its normal business of manufacturing during the past year.										
11. Names and addresses of vendors of any property or other assets intended to be purchased by the company showing the consideration to be paid.	This is a sale for cash. No property or other assets are being taken in exchange.										
12. Names and addresses of persons who have received or will receive a greater than 5% interest in the shares or other consideration to be received by the vendor. If the vendor is a limited company, the names and addresses of persons having a greater than 5% interest in the vendor company.	See paragraph 11 above.										
13. Number of shares held in escrow or in pool and a brief statement of the terms of escrow or the pooling agreement.	At the present time 700,374 shares are held in escrow by The Guaranty Trust Company of Canada. The period of escrow for 374,344 of such shares ends on March 14, 1966, with a progressive release of 2,000 shares per week permitted. The period of escrow for the remainder of such shares ends on December 31, 1967, with a progressive release after June 30, 1963, of 3,000 shares per week cumulative up to 5,000 shares through the Toronto Stock Exchange or upon such other terms as to release as the Toronto Stock Exchange and parties agree. The shares in escrow to be voted by the Company's president.										
14. Names and addresses of owners of more than a 5% interest in escrowed shares and their shareholdings (If shares are registered in the names of nominees or in street names, give names of beneficial owners, if possible.)	<table> <tr> <td>Harold Back, 709 Main Street W., Hamilton, Ont.</td><td>137,472</td></tr> <tr> <td>Isadore Hoffman, 677 Briar Hill, Toronto, Ont.</td><td>137,472</td></tr> <tr> <td>Samuel Lax, 5 Glen Fern Avenue, Hamilton, Ont.</td><td>99,400</td></tr> <tr> <td>William H. Grisenthwaite, 74 Duke St., Hamilton</td><td>141,458</td></tr> <tr> <td>Ronald K. Fraser, 10 Turner Avenue, Hamilton</td><td>140,035</td></tr> </table>	Harold Back, 709 Main Street W., Hamilton, Ont.	137,472	Isadore Hoffman, 677 Briar Hill, Toronto, Ont.	137,472	Samuel Lax, 5 Glen Fern Avenue, Hamilton, Ont.	99,400	William H. Grisenthwaite, 74 Duke St., Hamilton	141,458	Ronald K. Fraser, 10 Turner Avenue, Hamilton	140,035
Harold Back, 709 Main Street W., Hamilton, Ont.	137,472										
Isadore Hoffman, 677 Briar Hill, Toronto, Ont.	137,472										
Samuel Lax, 5 Glen Fern Avenue, Hamilton, Ont.	99,400										
William H. Grisenthwaite, 74 Duke St., Hamilton	141,458										
Ronald K. Fraser, 10 Turner Avenue, Hamilton	140,035										
15. Names, addresses and shareholdings of five largest registered shareholders and if shareholdings are pooled or escrowed, so stating. If shares are registered in names of nominees or in street names, give names of beneficial owners, if possible, and if names are not those of beneficial owners, so state.	<table> <tr> <td>Harold Back</td><td>137,472</td></tr> <tr> <td>Isadore Hoffman</td><td>137,472</td></tr> <tr> <td>Samuel Lax</td><td>99,400</td></tr> <tr> <td>William H. Grisenthwaite</td><td>141,458</td></tr> <tr> <td>Ronald K. Fraser</td><td>140,035</td></tr> </table> <p>Held in escrow as set out in paragraph 13 above, and registered in the name of The Guaranty Trust Company of Canada in Trust.</p>	Harold Back	137,472	Isadore Hoffman	137,472	Samuel Lax	99,400	William H. Grisenthwaite	141,458	Ronald K. Fraser	140,035
Harold Back	137,472										
Isadore Hoffman	137,472										
Samuel Lax	99,400										
William H. Grisenthwaite	141,458										
Ronald K. Fraser	140,035										
16. Names, and addresses of persons whose shareholdings are large enough to materially affect control of the company.	Other than the shareholders mentioned in paragraph 15 above whose share holdings while in escrow are voted by the President of the Company, the Company knows of no other persons able to affect control.										
17. If assets include investments in the shares or other securities of other companies, give an itemized statement thereof showing cost or book value and present market value.	<p>Other than wholly owned subsidiaries, investments are as follows:</p> <p>26,646 shares Dalto Corporation, book value \$31,785.00</p> <p>45,000 shares Interind S.A., book value \$1.00</p> <p>There are no list quotations on these securities.</p>										
18. Brief statement of any lawsuits pending or in process against company or its properties.	Goodis, Goldberg, Soren Limited v. Fleet Manufacturing Limited in the County Court for the County of York, claim for \$1,500.00 for advertising fees which is disputed.										
19. The dates of and parties to and the general nature of every material contract entered into by the company which is still in effect and is not disclosed in the foregoing.	Messrs. Isadore Hoffman and Harold Back are employed by Dumont Aluminum Limited for \$25,000.00 each a year and also a percentage of the profits of that company for a term of 5 years to March 14, 1966. After this transaction is completed, Harold Back will be no longer employed by Dumont Aluminum Limited and his employment contract will be assumed by the purchaser. Mr. Ronald K. Fraser is employed by Ronark Developments Limited for \$25,000.00 a year for 5 years ending December 31, 1967, and a percentage of the profits of that company. There are no other material contracts other than the debentures and mortgages referred to above and in the financial statements, contracts for work in progress and contracts with unions.										
20. Statement of any other material facts and if none, so state. Also state whether any shares of the company are in the course of primary distribution to the public.	There are no other material facts known to the Company. There are no shares of the Company in the course of primary distribution to the public.										

# CERTIFICATE OF THE COMPANY

DATED 11th December, 1963.

The foregoing, together with the financial information and other reports where required, constitutes full, true and plain disclosure of all material facts in respect of the matters referred to in Item 1 above and in respect of the company's affairs and there is no further material information applicable. (To be signed by two principal signing officers who are directors and the corporate seal to be affixed.)

"G.D Clarke"

per: *George D. Clarke*

CORPORATE  
SEAL

"E.A. Du Vernet"

per: *E. A. du Vernet*

CERTIFICATE OF UNDERWRITER OR OPTIONEE

To the best of my knowledge, information and belief, the foregoing, together with the financial information and the reports where required, constitutes full, true and plain disclosure of all material facts in respect of the matters referred to in Item 1 above in respect of the company's affairs. Concerning matters which are not within my knowledge, I have relied upon the accuracy and adequacy of the information supplied to me by the company. (To be signed by underwriter or optionee registered with the Ontario Securities Commission or a corresponding body.)